

P95000034102

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Days of Years, Inc.
95 MAY 29

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

95 MAY -2 PM 1:40

AB 5/2/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAK</u>	_____	_____	_____

WALK-IN Will Pick Up 5:2 1102

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cor. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service _____		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority _____		
<input type="checkbox"/> Express Mail Prep. _____		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:40

ARTICLES OF INCORPORATION

of

DAY'S OF YORE, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A FLORIDA CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, CHAPTER 607, FLORIDA STATUTES, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS DAY'S OF YORE, INC.

ARTICLE II. DURATION

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III. PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF SELL HISTORICAL MERCHANDISE AND OTHER RELATED BUSINESS, AND DOING ALL OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED IN THE STATE OF FLORIDA.

ARTICLE IV. CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE 7,500 SHARES OF \$1.00 PAR VALUE STOCK.

ARTICLE V. INITIAL REGISTERED OFFICE & AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 107 WEEPING ELM LANE, LONGWOOD, FLORIDA 32779 AND THE NAME OF THE INITIAL REGISTERED AGENT IS CONNIE HALL. THE CORPORATION'S PRINCIPAL OFFICE AND ADDRESS IS 107 WEEPING ELM LANE, LONGWOOD, FLORIDA 32779. THE PRINCIPAL OFFICE AND MAILING ADDRESS ARE THE SAME.

ARTICLE VI. MANAGEMENT OF CORP BY STOCKHOLDERS

AFTER SUCH TIME AS SHARES OF STOCK IN THE CORPORATION ARE DULY ISSUED, ALL CORPORATE POWER, INCLUDING THE POWER TO ADOPT, ALTER AMEND OR REPEL BYLAWS, SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THE CORP. SHALL BE MANAGED UNDER THE DIRECTION OF THE STOCKHOLDERS OF THE CORP. ACTING IN LIEU OF A BOARD OF DIRECTORS.

ARTICLE VII. INCORPORATION

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

SEAN C. HALL
107 Weeping Elm Lane
Longwood, FL 32779

IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 30 DAY OF March, 1995.

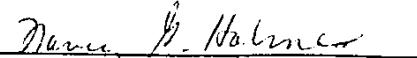
Signed

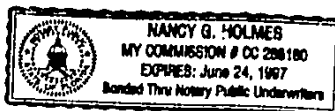

Sean C. Hall

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, THE UNDERSIGNED AUTHORITY, AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED, Sean C. Hall, KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID THIS 30 DAY OF March, 1995.


NANCY G. HOLMES
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:40

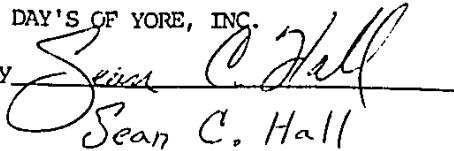
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

IN PURSUANT OF SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, THAT DAY'S OF YORE INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF LONGWOOD, COUNTY OF SEMINOLE, STATE OF FLORIDA, HAS NAMED CONNIE HALL, LOCATED AT 107 WEEPING ELM LANE, LONGWOOD, FLORIDA 32779 STATE OF FLORIDA, ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE,

DAY'S OF YORE, INC.

By


Sean C. Hall

ACKNOWLEDGEMENT

HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

By


Connie Hall, Registered Agent